



Hotels Berhad

**IMPIANA HOTELS BERHAD**

(Registration No.: 200601021085 (740838-A))  
(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** an Extraordinary General Meeting (“**EGM**”) of Impiana Hotels Berhad (“**Impiana**” or the “**Company**”) will be held at Impiana Banquet Hall, Level 2, Impiana KLCC Hotel & Spa, 13, Jalan Pinang, 50450 Kuala Lumpur, Malaysia on Thursday, 17 September 2020 at 11.00 a.m. or at any adjournment of the EGM, for the purpose of considering and, if thought fit, passing with or without modifications the following resolutions:

**ORDINARY RESOLUTION 1**

**PROPOSED DIVERSIFICATION OF THE CORE BUSINESS OF IMPIANA AND ITS SUBSIDIARIES (“IMPIANA GROUP”) TO INCLUDE PROPERTY DEVELOPMENT AND ITS RELATED ACTIVITIES (“PROPOSED DIVERSIFICATION”)**

“**THAT**, subject to the approvals of all relevant authorities/parties being obtained, approval be and is hereby given to the Company to diversify the core business of the Impiana Group to include property development and its related activities;

**AND THAT** the Directors of the Company be and are hereby authorised to do all acts, deeds and things as are necessary to give full effect to the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities, and to take all steps and actions as the Directors of the Company may deem fit or expedient in order to carry out, finalise and give full effect to the Proposed Diversification.”

**ORDINARY RESOLUTION 2**

**PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE”)**

“**THAT**, approval be and is hereby given to the Company and its subsidiaries (“**Impiana Group**”) to enter into and give effect to the recurrent related party transactions of a revenue or trading nature as set out in Section 2.3 of Part B of this Circular, with the related parties mentioned therein which are necessary, for the Impiana Group to carry out day-to-day operations which are carried out in the ordinary course of business on terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of minority shareholders;

**THAT** the authority conferred shall continue to be in force until:

- (i) the conclusion of the next annual general meeting of the Company following this EGM, unless the authority is renewed by a resolution passed at the next annual general meeting;
- (ii) the expiration of the period within which the next annual general meeting of the Company after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by a resolution passed by the shareholders in general meeting,

whichever is the earlier;

**AND THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.”

**By Order of the Board**

**Siew Suet Wei (MAICSA 7011254)**

**SSM Practicing Certificate No. 202008001690**

**Tee Siew Lee (LS0009570)**

**SSM Practicing Certificate No. 202008001875**

**Lim Yen Teng (LS0010182)**

**SSM Practicing Certificate No. 201908000028**

Company Secretaries

Kuala Lumpur  
28 August 2020

**Notes:**

- (1) In respect of deposited securities, only members whose names appear in the Record of Depositors on 7 September 2020 shall be eligible to attend the EGM.
- (2) A member shall not be entitled to appoint more than two (2) proxies to attend and vote at the same meeting and where two (2) proxies are appointed, a member shall specify the proportion of his holdings to be represented by each proxy, failing which the appointment shall be invalid provided that where a member of the Company is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act 1991, it may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (3) There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to participate, speak and vote at the meeting.
- (4) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of EGM will be put to vote by poll.
- (5) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly appointed under a power of attorney or if such appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly appointed under a power of attorney.
- (6) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“**Omnibus Account**”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- (7) The instrument appointing a proxy must be deposited at the Company’s Registered Office at 21st Floor, Menara KH, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.